

SCHEDULE 1.3(k)
EXCLUDED INTELLECTUAL PROPERTY

None.

SCHEDULE 1.3(I)
EXCLUDED IT ASSETS

None.

SCHEDULE 1.3(p)
EXCLUDED FURNITURE AND EQUIPMENT

None.

SCHEDULE 1.3(r)
EXCLUDED PERMITS

None.

SCHEDULE 3.4
ASSIGNMENT, TRANSFER AND CONVEYANCE INSTRUMENTS

Bill of sale, assumption and assignment agreement, deed, and all documentation required in connection with the transfer of any motor vehicle included in the Purchased Assets.

Sellers and Purchasers shall work together in good faith to prepare and execute any other assignment, transfer and conveyance instruments reasonably required to effectuate the transactions envisioned under the Agreement; *provided*, that Sellers shall not be obligated to deliver any instruments under Section 3.4(a)(ii) not requested by Purchaser and reasonably required to effectuate the transactions envisioned under the Agreement.

SCHEDULE 6.2
CONDUCT PRIOR TO THE CLOSING DATE

None.

SELLERS DISCLOSURE LETTER

SELLER DISCLOSURE LETTER²

to

ASSET PURCHASE AGREEMENT

by and among

**LIMETREE BAY SERVICES, LLC,
LIMETREE BAY REFINING HOLDINGS, LLC,
LIMETREE BAY REFINING HOLDINGS II, LLC,
LIMETREE BAY REFINING, LLC,
LIMETREE BAY REFINING OPERATING, LLC, AND
LIMETREE BAY REFINING MARKETING, LLC,
as Sellers**

and

**WEST INDIES PETROLEUM LIMITED,
as Purchaser**

Dated as of [], 2021

² This Seller Disclosure Letter is subject to review and update by Sellers.

The following Seller Disclosure Letter (the "Disclosure Letter") is hereby delivered by Limetree Bay Services, LLC, a Delaware limited liability company ("LBS"), Limetree Bay Refining Holdings, LLC, a United States Virgin Islands limited liability company ("LBRH"), Limetree Bay Refining Holdings II, LLC, a United States Virgin Islands limited liability company ("LBRH II"), Limetree Bay Refining, LLC, a United States Virgin Islands limited liability company ("LBR"), Limetree Bay Refining Operating, LLC, a United States Virgin Islands limited liability company ("LBRO"), Limetree Bay Refining Marketing, LLC, a United States Virgin Islands limited liability company ("LBRM", along with LBS, LBRH, LBRH II, LBR and LBRO, each a "Seller" and collectively, "Sellers"), in accordance with that certain Asset Purchase Agreement, dated as of [], 2021 (the "Agreement"), by and among the Sellers and West Indies Petroleum Limited, a Jamaican corporation (the "Purchaser"). All capitalized terms used but not otherwise defined herein shall have the respective meanings ascribed to such terms in Agreement.

No reference to or disclosure of any item or other matter in the Disclosure Letter shall be construed as an admission or indication that such item or other matter is material (nor shall it establish a standard of materiality for any purpose whatsoever, including as to dollar amount) or that such item or other matter is required to be referred to or disclosed in the Disclosure Letter. The information set forth in the Disclosure Letter is disclosed solely for the purposes of the Agreement, and no information set forth in the Disclosure Letter shall be deemed to be an admission by any party to the Agreement to any third party of any matter whatsoever, including any violation of Law or breach of any Contract.

The Disclosure Letter is qualified in their entirety by reference to the specific provisions of the Agreement referenced therein and do not constitute, and shall not be construed as constituting, representations or warranties of the Company. Any item or other matter disclosed pursuant to any Schedule hereto shall be deemed to be disclosed in response to each other representation and warranty in the Agreement so long as it is reasonably apparent that such item or other matter is applicable to such other representation or warranty.

The Disclosure Letter and the information and disclosures contained therein are intended only to qualify and limit the representations, warranties and covenants of the Company contained in the Agreement. Nothing in the Disclosure Letter is intended to broaden the scope of any representation or warranty contained in the Agreement or create any covenant. Matters reflected in the Disclosure Letter are not necessarily limited to matters required by the Agreement to be disclosed in the Disclosure Letter. Such additional matters are set forth for informational purposes and do not necessarily include other matters of a similar nature. References to any documents contained in the Disclosure Letter is not intended to summarize or describe such documents, but rather are for the existence of such documents only. All Contracts listed in the Disclosure Letter shall be deemed to include all written appendices, exhibits, schedules, modifications, amendments to, and all written orders, purchase orders, implementation, statements of work, program descriptions and other documents issued under, or executed in connection with, such Contracts.

Headings have been inserted on the separate sections of the Disclosure Letter for convenience of reference only and shall not have the effect of amending or changing the content or meaning of the corresponding sections as set forth in the Agreement, limiting the effect of the disclosures contained in the Disclosure Letter or expanding the scope of the information required to be disclosed in the Disclosure Letter.

Schedule 4.2(b)(ii)

No Conflicts

The following Business Contracts, Real Property Leases and Permits require Consent or the giving of notice to another Person:

Business Contract:

1. Refinery Operating Agreement, dated as of July 2, 2018, by and between the Government of the U.S. Virgin Islands and Limetree Bay Refining, LLC.

Permits:

1. Air Pollution Control Program - Authority to Construct and Permit to Operate (MARPOL Project), Permit No. STX-924-AC-PO-20.
2. Air Pollution Control Program - Permit to Construct and Operate, Permit No. STX-895-AC-PO-18.
3. RCRA Hazardous Waste Permit, Permit No. VID 980536080.
4. Special Solid Waste Permit to Generate and/or Store, Treat and Dispose Used Oil, Permit No. STX C-002.
5. Territorial Pollution Discharge Elimination System (Dated March 1, 2008), Permit No. VI0000019.
6. Title V Permit (Part 70 Permit), Permit No. STX-TV-003-10.

Schedule 4.3

Consents

1. Air Pollution Control Program - Authority to Construct and Permit to Operate (MARPOL Project), Permit No. STX-924-AC-PO-20.
2. Air Pollution Control Program - Permit to Construct and Operate, Permit No. STX-895-AC-PO-18.
3. RCRA Hazardous Waste Permit, Permit No. VID 980536080.
4. Refinery Operating Agreement, dated as of July 2, 2018, by and between the Government of the U.S. Virgin Islands and Limetree Bay Refining, LLC.
5. Territorial Pollution Discharge Elimination System (Dated March 1, 2008), Permit No. VI0000019.
6. Title V Permit (Part 70 Operating Permit), Permit No. STX-TV-003-10.
7. CFIUS approval may be required in connection with the consummation of the transaction contemplated by the Agreement, which approval is being jointly pursued by Purchaser and Sellers.

Schedule 4.4

Property

(a)

Liens on Real Property

Mortgage and Security Agreement dated November 30, 2018, between Limetree Bay Refining, LLC and Goldman Sachs Bank USA, as collateral agent.

Mortgage and Security Agreement dated November 30, 2018, between Limetree Bay Refining, LLC and The Government of the Virgin Islands.

Construction lien

Document Number: 2021002208, Office of Lieutenant Governor, USVI

Filing Date: 6/22/2021

Name of Filer: Cust-O-Fab Specialty Services, LLC

Construction lien

Document Number: 2021002207, Office of Lieutenant Governor, USVI

Filing Date: 6/22/2021

Name of Filer: Cust-O-Fab, LLC

Construction lien

Document Number: 2021002215, Office of Lieutenant Governor, USVI

Filing Date: 6/23/2021

Name of Filer: Worley Pan-American Corporation f/k/a Jacobs Pan-American Corporation

Construction lien

Document Number: 2021002096, Office of Lieutenant Governor, USVI

Filing Date: 6/15/2021

Name of Filer: Universal Plan Services (VI), LLC

Construction lien

Document Number: 2021001673, Office of Lieutenant Governor, USVI

Filing Date: 5/12/2021

Name of Filer: Inserv Field Services USVI, LLC

Construction lien

Document Number: 2021002169, Office of Lieutenant Governor, USVI

Filing Date: 5/12/2021

Name of Filer: Vivot Equipment Corporation

Construction lien

Document Number: 2021000707, Office of Lieutenant Governor, USVI

Filing Date: 3/2/21

Name of Filer: Altair Strickland V.I., LLC

Construction lien

Document Number: 2021002175, Office of Lieutenant Governor, USVI

Filing Date: 6/21/2021

Name of Filer: Computer Solutions, Inc. dba Costrack Project Controls

Construction lien

Document Number: 2021001674, Office of Lieutenant Governor, USVI

Filing Date: 5/12/2021

Name of Filer: Great Southern Technologies, LLC

Construction lien

Document Number: 2021002221, Office of Lieutenant Governor, USVI

Filing Date: 6/23/2021

Name of Filer: Panametrics LLC

Construction lien

Filing Date: 6/22/2021

Name of Filer: Enermech Mechanical Services, Inc.

Construction lien

Filing Date: February 3, 2021

Name of Filer: Cleaver-Brooks Sales and Service, Inc.

Construction lien

Name of Filer: Christiansted Equipment Ltd.

Construction lien

Name of Filer: Excel Construction & Maintenance VI

Construction lien

Name of Filer: HKA Enterprises, LLC Construction lien

Construction lien

Name of Filer: Strategic Contract Resources, LLC

Construction lien

Name of Filer: V.I. Industrial Services, LLC

Limetree Bay Terminal LLC is granted certain rights, including, without limitation, the right to access the Refinery Facilities and a non-exclusive access and easement on, over, under and across the refinery site and the certain shares premises owned by Limetree Bay Refining, LLC, pursuant to Shared Services Systems Agreement, dated as of November 30, 2018, by and between Limetree Bay Terminals, LLC, and Limetree Bay Refining, LLC and Limetree Bay Refining Marketing, LLC.

(b)

Lease Name	Location
Sublease Agreement dated September 1, 2019, between Gulfmark Offshore, Inc. and Limetree Bay Services, LLC ³	842 West Sam Houston Parkway North Houston, Texas 77024
Consent to Sublease, dated as of September 1, 2019, by and among CityCentre Three Partners, L.P., Gulfmark Offshore, Inc. and Limetree Bay Services, LLC ⁴	842 West Sam Houston Parkway North Houston, Texas 77024

³ This Sublease Agreement is subject to the terms and conditions of the Office Lease Agreement dated December 13, 2012, between CityCentre Three Partners, L.P. and Gulfmark Offshore, Inc., as amended by First Amendment to Office Lease Agreement dated October 25, 2017. The Sublease Agreement and the Office Lease Agreement were rejected by order of the Bankruptcy Court on August 9, 2021 [Doc. No. 347].

⁴ See prior footnote.

Schedule 4.5

Title to Purchased Assets

UCC Financing Statement

Filing Date: November 30, 2018

File Number: 20180000859E, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining Holdings II, LLC

Secured Party: Goldman Sachs Bank USA, as Project Manager

UCC Financing Statement

Filing Date: February 27, 2021

File Number: 20210000109, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining Holdings, LLC

Secured Party: Wilmington Trust, National Association, as Project Collateral Agent

UCC Financing Statement

Filing Date: March 5, 2020

File Number: 20200000133, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining Marketing, LLC

Secured Party: J. Aron & Company LLC

UCC Financing Statement

Filing Date: March 5, 2020

File Number: 20200000134, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining Marketing, LLC

Secured Party: J. Aron & Company LLC

UCC Financing Statement

Filing Date: November 30, 2018

File Number: 20180000865A, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining Marketing, LLC

Secured Party: Goldman Sachs Bank USA, as Project Collateral Agent

UCC Financing Statement

Filing Date: November 30, 2018

File Number: 20180000858C, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining Operating, LLC

Secured Party: Goldman Sachs Bank USA, as Project Collateral Agent

UCC Financing Statement

Filing Date: July 21, 2020

File Number: 20200000905, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining, LLC

Secured Party: Honeywell Enraf Americas, Inc.

UCC Financing Statement

Filing Date: November 30, 2018

File Number: 20180000857B, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining, LLC

Secured Party: Goldman Sachs Bank USA, as Project Collateral Agent

UCC Financing Statement

Filing Date: July 21, 2020

File Number: 20200000904, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining, LLC

Secured Party: Honeywell Enraf Americas, Inc.

UCC Financing Statement

Filing Date: July 21, 2020

File Number: 20200000906, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining, LLC

Secured Party: Honeywell International Inc.

UCC Financing Statement

Filing Date: November 30, 2018

File Number: 20180000860G, Filed with the United States Virgin Islands, Office of Lieutenant Governor

Debtor: Limetree Bay Refining, LLC

Secured Party: The Government of the Virgin Islands

UCC Financing Statement

Filing Date: March 3, 2020

File Number: 20201564378, Delaware Department of State

Debtor: Limetree Bay Ventures, LLC

Secured Party: FS Energy and Power Fund

Amendments:

- File Number 20204378826, Delaware Department of State; Amended to restate covered collateral
- File Number 20204835429, Delaware Department of State; Amended to restate covered collateral

Assignment: File Number 20204379097, Delaware Department of State; *Assigned to Wilmington Trust, National Association, as Collateral Agent*

*Termination Statement filed April 21, 2021, File Number 20213098622, Delaware Department of State
(NOTE: No termination by Wilmington Trust, National Association, as Collateral Agent)

UCC Financing Statement

Filing Date: March 3, 2020

File Number: 20201564543, Filed with Delaware Department of State

Debtor: Limetree Bay Ventures, LLC

Secured Party: Al Warda Investments RSC Limited

Amendment:

- File Number 20204378727, Delaware Department of State; Amended to restate covered collateral
- File Number 20204835361, Delaware Department of State; Amended to restate covered collateral

Assignment: File Number 20204379303, Delaware Department of State; *Assigned to Wilmington Trust, National Association, as Collateral Agent*

* Termination Statement filed April 21, 2021, File Number 20213098721, Delaware Department of State
(NOTE: No termination by Wilmington Trust, National Association, as Collateral Agent)

UCC Financing Statement

Filing Date: March 3, 2020

File Number: 20201564881, Filed with Delaware Department of State

Debtor: Limetree Bay Ventures, LLC

Secured Party: EIG Limetree Debt Aggregator, L.P.

Amendment:

- File Number 20204378909, Delaware Department of State; Amended to restate covered collateral
- File Number 20204835312, Delaware Department of State; Amended to restate covered collateral

Assignment: File Number 20204378990, Delaware Department of State; *Assigned to Wilmington Trust, National Association, as Collateral Agent*

* Termination Statement filed April 21, 2021, File Number 20213098770, Delaware Department of State

(NOTE: No termination Wilmington Trust, National Association, as Collateral Agent.)

UCC Financing Statement

Filing Date: March 3, 2020

File Number: 20201565078, Delaware Department of State

Debtor: Limetree Bay Ventures, LLC

Secured Party: Barclays Bank PLC

Amendment:

- File Number 20204378867, Delaware Department of State; Amended to restate covered collateral
- File Number 20204835262, Delaware Department of State; Amended to restate covered collateral

Assignment: File Number 20204379261, Delaware Department of State; *Assigned to Wilmington Trust, National Association, as Collateral Agent*

* Termination Statement filed April 21, 2021, File Number 20213098820, Delaware Department of State

(NOTE: No termination by Wilmington Trust, National Association, as Collateral Agent.)

Mortgage and Security Agreement dated November 30, 2018, between Limetree Bay Refining, LLC and Goldman Sachs Bank USA, as collateral agent (includes real property and personal property collateral)

Mortgage and Security Agreement dated November 30, 2018, between Limetree Bay Refining, LLC and The Government of the Virgin Islands (includes real and personal property collateral)

Revolver Debt ⁵

Debtor: Limetree Bay Refining Marketing, LLC

Creditor: Goldman Sachs Bank USA, as Administrative Agent

Revolver Debt Guarantee⁶

Debtors: Limetree Bay Refining, LLC; Limetree Bay Refining Operating, LLC

Creditor: Goldman Sachs Bank USA, as Administrative Agent.

⁵ See Bankruptcy Schedules for additional information.

⁶ See Bankruptcy Schedules for additional information.

Term Debt⁷

Debtor: Limetree Bay Refining Marketing, LLC

Creditor: J. Aron & Company, LLC

Term Debt Guarantee

Debtor: Limetree Bay Refining, LLC; Limetree Bay Refining Operating, LLC

Creditor: J. Aron & Company, LLC

Estimate Safe Harbor Agreement⁸

Debtor: Limetree Bay Refining Marketing, LLC

Creditor: J. Aron & Company, LLC

Estimate Safe Harbor Agreement Guarantee⁹

Debtor: Limetree Bay Refining, LLC; Limetree Bay Refining Operating, LLC

Creditor: J. Aron & Company, LLC

Term Debt¹⁰

Debtors: Limetree Bay Refining, LLC; Limetree Bay Refining Holdings II, LLC

Creditor: Wilmington Bank, N.A.

⁷ See Bankruptcy Schedules for additional information.

⁸ See Bankruptcy Schedules for additional information.

⁹ See Bankruptcy Schedules for additional information.

¹⁰ See Bankruptcy Schedules for additional information.

Term Debt Guarantee ¹¹

Debtors: Limetree Bay Refining Marketing, LLC; Limetree Bay Refining Operating, LLC

Creditor: Wilmington Bank, N.A.

Term Debt ¹²

Debtor: Limetree Bay Refining Holdings II, LLC

Creditor: Limetree Bay Cayman II, Ltd.

¹¹ See Bankruptcy Schedules for additional information.

¹² See Bankruptcy Schedules for additional information.

Schedule 4.6

Affiliate Transactions

1. Catalyst Purchase and Sale Agreement, dated as of March 3, 2020, by and between Limetree Bay Refining Marketing, LLC and Limetree Bay Refining, LLC.
2. Shared Catalyst Agreement, dated as of March 3, 2020, by and between Limetree Bay Marketing Refining, LLC and Limetree Bay Refining, LLC.
3. Shared Services Systems Agreement, dated as of November 30, 2018, by and between Limetree Bay Terminals, LLC, and Limetree Bay Refining, LLC and Limetree Bay Refining Marketing, LLC.
4. Subordinated Note, by and between Limetree Bay Refining, LLC and Limetree Bay Ventures, LLC issued September 17, 2020.
5. Terminal Services Agreement (Included Locations), dated as of March 3, 2020, by and among Limetree Bay Terminals, LLC, Limetree Bay Refining Marketing, LLC, and J. Aron & Company LLC.
6. Terminal Services Agreement (Not Included Locations), dated as of March 3, 2020, by and among Limetree Bay Terminals, LLC, and Limetree Bay Refining Marketing, LLC.
7. Term Debt, Debtor: Limetree Bay Refining Holdings II, LLC, Creditor: Limetree Bay Cayman II, Ltd.¹³

¹³ See Bankruptcy Schedules for additional information.

Schedule 4.7

Material Contracts

(a)

(i)

1. Agreement for Sale of Products, Parts and/or Services, dated as of April 12, 2019, by and between Limetree Bay Refining, LLC and GE Oil & Gas LLC.
2. Amended and Restated Pledge Agreement, dated as of June 24, 2020, by and between Limetree Bay Ventures, LLC, Wilmington Trust, National Association and Additional Noteholders.
3. Credit Agreement, dated as of November 20, 2018, by and between Limetree Bay Refining Marketing, LLC, Limetree Bay Refining Holdings II, LLC, Limetree Bay Refining Operating, LLC, Limetree Bay Refining, LLC, and Goldman Sachs Bank USA, as amended by Amendment Omnibus Amendment and Waiver, dated as of November 27, 2019, as further amended by Second Omnibus Amendment and Waiver, dated as of February 20, 2020, as further amended by Amendment No. 3, dated as of March 3, 2020, as further amended by Amendment No. 4, dated as of September 30, 2020, as further amended by Amendment No. 5, dated as of December 31, 2020, and as further amended by the Sixth Omnibus Amendment, dated as of April 16, 2021.
4. Engagement Letter, dated as of January 9, 2020, by and between Quinn Emanuel Urquhart & Sullivan, LLP and Limetree Bay Ventures, LLC, as amended by Addendum, dated as of January 28, 2020.
5. Financing Agreement, dated as of March 3, 2020, by and between J. Aron & Company, LLC, and Limetree Bay Refining Marketing, LLC.
6. Letter Agreement by and between Jacobs Field Services North America, Inc., Jacobs Pan-American Corporation, and Limetree Bay Terminals, LLC, dated as of January 25, 2018.
7. Letter of Contract, dated as of December 21, 2018, by and between Limetree Bay Refining, LLC, and Honeywell International, Inc.
8. Marketing and Sales Agreement, dated as of March 3, 2020, by and between J. Aron & Company LLC, and Limetree Bay Refining Marketing, LLC.
9. Master Purchase and Sale Agreement for Equipment or Material by and between Cust-O-Fab, LLC and Limetree Bay Refining, LLC, dated as of March 27, 2019.
10. Mortgage and Security Agreement dated November 30, 2018, between Limetree Bay Refining, LLC and Goldman Sachs Bank USA, as collateral agent.
11. Mortgage and Security Agreement dated November 30, 2018, between Limetree Bay Refining, LLC and The Government of the Virgin Islands.

12. Professional Services Agreement, dated as of August 6, 2018, by and between Limetree Bay Refining Operating, LLC, and Strategic Contract Resources, LLC.
13. Professional Services Agreement, dated as of May 23, 2018, by and between Limetree Bay Refining Operating, LLC, and Computer Solutions, Inc. dba CosTrack Project Controls, as amended by Addendum No. 1, dated as of October 1, 2018.
14. Project Agreement, dated as of June 22, 2020, by and between Limetree Bay Refining, LLC, and Honeywell Enraf Americas, Inc.
15. Purchase and Sale Agreement for Equipment or Material by and between Cust-O-Fab, LLC and Limetree Bay Refining, LLC, dated as of January 15, 2019.
16. Purchase and Sale Agreement for Equipment or Material by and between Cust-O-Fab, LLC and Limetree Bay Refining, LLC, dated as of December 3, 2018.
17. Purchase and Sale Agreement for Equipment or Material by and between Cust-O-Fab, LLC and Limetree Bay Refining, LLC, dated as of January 15, 2019.
18. Purchase and Sale of Equipment and Support Services by and between Great Southern Technologies, LLC and Limetree Bay Refining, LLC, dated as of September 19, 2018.
19. Refinery Facilities Agreement, dated as of March 3, 2020, by and among J. Aron & Company LLC, Limetree Bay Refining Marketing, LLC, Limetree Bay Refining, and Limetree Bay Refining Operating, LLC.
20. Refinery Start-up Project Agreement, dated as of July 31, 2018, by and between Limetree Bay Refining, LLC, and Honeywell International, Inc., as amended by Amendment No. 1, dated as of September 10, 2018.
21. Refinery Operating Agreement, dated as of July 2, 2018, by Limetree Bay Refining, LLC (as Refinery Operator); and Government of U.S. Virgin Islands.
22. Pledge Agreement, dated as of November 20, 2018, among Limetree Bay Refining Holdings II, LLC, limited liability company, and Goldman Sachs Bank USA LLC, in its capacity as collateral agent for the Project Secured Parties.
23. Pledge Agreement dated as of February 22, 2021, by and between Limetree Bay Refining Holdings, LLC and Wilmington Trust, National Association.
24. Security Agreement, dated as of November 20, 2018, among Limetree Bay Refining, LLC, a U.S. Virgin Islands limited liability company, Limetree Bay Refining Marketing, LLC, Limetree Bay Refining Operating, LLC and Goldman Sachs Bank USA, in its capacity as collateral agent under the Intercreditor Agreement referred to in the agreement.
25. Security Agreement, dated as of March 3, 2020, by and between J. Aron & Company LLC and Limetree Bay Refining Marketing, LLC (Relates to Monetization Master Agreement and Financing Agreement, dated as of March 3, 2020, between J. Aron & Company LLC; and Limetree Bay Refining Marketing, LLC.

26. Supply and Offtake Agreement, dated as of March 3, 2020, by and between J. Aron & Company LLC, and Limetree Bay Refining Marketing, LLC.
27. Term Services Agreement, dated as of April 30, 2019, by and between Limetree Bay Refining, LLC, and Cust-O-Fab Specialty Services, LLC.
28. Term Services Agreement, dated as of July 2, 2018, by and between Limetree Bay Refining, LLC, and Elite Turnaround Specialists, Ltd., as amended by Addendum No. 1, dated as of October 1, 2018, as further amended by Addendum No. 2, dated as of January 1, 2019, as further amended by Addendum No. 3, dated as of July 1, 2019, and as further amended by Addendum No. 4, dated as of January 1, 2021.
29. Term Services Agreement, dated as of June 20, 2018, by and between Limetree Bay Refining, LLC, and InServ Field Services USVI, LLC, amended by Addendum No. 1, dated as of October 1, 2018, as further amended by Addendum 1a, dated as of February 11, 2019, as further amended by Addendum No. 2, dated as of October 31, 2019, as further amended by Addendum No. 3, dated as of October 31, 2019, and as further amended by Addendum No. 5, dated as of January 1, 2021.
30. Term Services Agreement, dated as of June 11, 2018, by and between Limetree Bay Refining Operating, LLC, and Vivot Equipment Corporation, Inc., as amended by Addendum No. 1, dated as of October 1, 2018, as further amended by Addendum Attachment No. 1, dated as of August 22, 2018, as further amended by Addendum No. 2, dated as of June 11, 2018, as further amended by Addendum No. 3, dated as of April 2, 2019, as further amended by Addendum No. 4, dated as of July 26, 2019, as further amended by Addendum No. 5, dated as of September 5, 2019 (not signed by either party), as further amended by Addendum No. 6, dated as of November 7, 2019, as further amended by Addendum No. 7, dated as of January 29, 2020, as further amended by Addendum No. 8, dated as of December 23, 2019, as further amended by Addendum No. 9, dated as of September 21, 2020, and as further amended by Addendum No. 10, dated as of February 1, 2020.
31. Term Services Agreement, dated as of July 16, 2018, by and between Limetree Bay Refining, LLC, and AltairStrickland V.I., LLC, as amended by Addendum No. 1, dated as of October 1, 2018, and as further amended by Addendum No. 2, as dated of December 5, 2018.
32. Term Services Agreement, dated as of June 15, 2019, by and between EnerMech Mechanical Services, Inc.
33. Term Services Agreement, dated as of August 9, 2018, by and between Limetree Bay Refining, LLC, and Christiansted Equipment, Ltd., as amended by Addendum No. 1, dated as of October 1, 2018, and as further amended by Addendum No. 2, dated as of April 1, 2020.
34. Term Services Agreement, dated as of February 21, 2019, by and between Limetree Bay Refining, LLC, and Universal Plant Services (VI), LLC, as amended by Addendum 1, dated April 30, 2019, and further amended by Addendum 2, dated as of August 4, 2019, and further amended by Amendment and Joinder, dated as of September 16, 2019.

(ii)

None.

(iii)

None.

(iv)

None.

(v)

1. Refinery Operating Agreement, dated as of July 2, 2018, by Limetree Bay Refining, LLC (as Refinery Operator) and Government of U.S. Virgin Islands.

(vi)

None.

(vii)

1. Air Pollution Control Program - Authority to Construct and Permit to Operate (MARPOL Project), Permit No. STX-924-AC-PO-20.
2. Air Pollution Control Program - Permit to Construct and Operate, Permit No. STX-895-AC-PO-18.
3. GT13-LSF Project PSD Permit.
4. GT No. 10 Prevention of Significant Deterioration (PSD) of Air Quality Permit.
5. Mortgage and Security Agreement dated November 30, 2018, between Limetree Bay Refining, LLC and The Government of the Virgin Islands.
6. RCRA Hazardous Waste Permit, Permit No. VID 980536080.
7. Refinery Operating Agreement, dated as of July 2, 2018, by and between The Government of the U.S. Virgin Islands and Limetree Bay Refining, LLC.
8. Special Solid Waste Permit to Generate and/or Store, Treat and Dispose Used Oil, Permit No. STX C-002.
9. Title V Permit (Part 70 Operating Permit), Permit No. STX-TV-003-10.
10. Territorial Pollution Discharge Elimination System (Dated March 1, 2008), Permit No. VI0000019.
11. Modified 1997 PSD Permit (Dated May 9, 2011).

(b)

None.

Schedule 4.8(a)

Intellectual Property Rights

None.

Schedule 4.9

Tax Matters

1. Limetree Bay Terminals, LLC received a Tax Assessment Notice on November 23, 2021 from the Commonwealth of Massachusetts in the amount of \$20,685.44.

Schedule 4.10

Employee Benefits

1. Limetree Bay HDHP– UnitedHealthcare
2. Limetree Bay PPO – UnitedHealthcare
3. Health Savings Account (HSA) – Optum Bank
4. Emergency Air Medical Service – AeroMD
5. Dental Plan- UnitedHealthcare
6. Vision Plan – UnitedHealthcare
7. Wellness Program (Rally) – UnitedHealthcare
8. Life and Accidental Death and Dismemberment (AD&D Insurance) – MetLife
9. Disability Insurance – MetLife
10. Employee Assistance Program (EAP) – MetLife
11. Limetree Bay 401(k) Savings Plan – Vanguard
12. Paid Vacation, depending on years of credited service
13. Company Holidays
14. Personal Business/ Sick Leave
15. Housing, vehicle, and bonus program – provided to certain employees through their employment offer letter

Schedule 4.11

Compliance with Laws

1. The U.S. Department of Justice, Environmental Crimes Section is conducting an investigation into possible violations of the federal Clean Air Act in connection with certain emissions occurring at the Limetree Bay refinery. The DOJ's investigation, which is ongoing, has included a voluntary document request, a voluntary tour of the Limetree Bay refinery, external digital images of the refinery taken pursuant to a warrant, and a request for voluntary interviews.
2. On or about November 11, 2021, the Occupational Safety and Health Administration issued citations to Limetree Bay Refining, LLC indicating that it had completed its investigation into alleged violations of the Occupational Safety and Health Act in connection with certain refinery operations occurring on or around May 12, 2021. OSHA issued citations which alleged "Serious" safety violations and fines totaling \$259,407. Limetree Bay Refining, LLC's review of the alleged violations and proposed fines is just underway, but we anticipate that the Company will formally or informally contest certain of the alleged violations and fines in meetings with OSHA in an effort to reduce the number of violations and total penalties.
3. The disclosures in Schedule 4.12 are incorporated herein by reference.

19. On June 14, 2021, Limetree Bay Refining, LLC reported under EPCRA to DPNR and EPA emissions from the refinery between April 19-24, 2021
20. On June 16, 2021, EPA sent Limetree Bay Refining, LLC a notice of violation under Section 113(a) of the Clean Air Act regarding monitoring of sulfur dioxide at the refinery.
21. On July 2, 2021, Limetree Bay Refining, LLC reported under EPCRA to DPNR and EPA emissions from the refinery between December 31, 2020 and May 9, 2021.
22. On July 30, 2021, Limetree Bay Refining, LLC submitted a Refinery MACT II Semi-Annual Compliance Report under the Clean Air Act for the period between January 1, 2021 through June 30, 2021.
23. On July 30, 2021, Limetree Bay Refining, LLC and Limetree Bay Terminals, LLC submitted a Continuous Emissions Monitoring Systems ("CEMS") quarterly report under its Title V Permit No. STX-TV-003-10 for the period between April 1, 2021 and June 30, 2021.
24. On August 13, 2021, EPA sent Limetree Bay Refining, LLC and Limetree Bay Terminals, LLC a notice of potential violations of Sections 301(a), 308 and 402 of the Clean Water Act under TPDES Permit No. VI 0000019.
25. On August 30, 2021, Limetree Bay Refining, LLC and Limetree Bay Terminals, LLC submitted a report to DPNR and EPA identifying deviations from Title V Permit No. STX-TV-003-10 for the period January 1, 2021 through June 30, 2021.
26. On December 2, 2021, Limetree Bay Refining, LLC and Limetree Bay Terminals, LLC submitted a report to EPA regarding a root cause analysis of benzene emissions at the facility.
27. Limetree Bay Refining, LLC may have released or caused to be released tar, coke, sulfides, oil, or other petroleum products, derivatives, or waste products into the environment as the result of its operations between October 2020 and May 2021.

Schedule 4.14**Litigation****Pending Actions:**

Plaintiff's Name	Defendant	Style of Case	Complaint Date
Ducreay, Isaiah	Inserv Field Services USVI, LLC and Limetree Bay Refining, LLC	SX-20-CV-637, Superior Court of the Virgin Islands	July 8, 2020
Hendricks, Vanessa	Pinnacle Services, LLC, et al.	Case No. 01-20-0003-8191, American Arbitration Association	March 16, 2020
Perales, Jose L.	Limetree Bay Ventures, LLC	Charge No. 515-2021-0004 EEOC San Juan, PR Charge No. 515-2021-00151 EEOC San Juan, PR	September 2019
Williams, Kleaton	Limetree Bay Terminals, LLC	SX-2020-CV-00776 Superior Court U.S. Virgin Islands	November 6, 2020
Randolph, Marius	Limetree Bay Terminals, LLC, et al.	SX-18-CV-047 Superior Court of U.S. Virgin Islands	November 18, 2017 (Date of Alleged Incident)
McKowen, Thomas A.	Limetree Bay Ventures, LLC	EEOC Charge No. 515-2021-00060	November 16, 2020
Magras, Luis	National Industrial Services, LLC, Pinnacle Services, LLC and	SX-2017-CV-00435 Superior Court of U.S. Virgin Islands	December 8, 2017 (Complaint) March 4, 2021 (Amended Complaint)